



**REQUEST FOR QUALIFICATIONS (RFQ)
MASTER DEVELOPER FOR
BELL BOULEVARD DISTRICT**

**RFQ# 05-026-218-DV-150
ISSUED MAY 21, 2018**

Submittals will be accepted by mail or hand delivery no later than:
2:00 p.m. CST, July 9, 2018, to:

ATTN: Diana Vargas
450 Cypress Creek Road—Building 1, Second Floor
Cedar Park, Texas 78613

Respondents must submit their Statement of Qualifications (SOQ), the signature page, and all additional documents. Respondent shall one (1) original and eleven (11) hardcopies of all documents in a sealed envelope and manually signed in blue ink by a person having the authority to submit the firm's information and qualifications, as well as one (1) electronic copy on CD/DVD/USB Flash Drive in PDF format.

The City of Cedar Park is always conscious and extremely appreciative of your time and effort in the preparing of this information. Requests for information/clarification should be directed to The Project Representative listed below. If emailed please include reference in the subject line to: RFQ NO. 50-026-218-DV-150:

Diana Vargas
City of Cedar Park
450 Cypress Creek Road-Building 1, Second Floor
Cedar Park, Texas 78613
RE: RFQ No. 05-026-218-DV-150
diana.vargas@cedarparktexas.gov
512-401-5082

RFQ No. 05-026-218-DV-150
TABLE OF CONTENTS

SECTION 1. DESCRIPTION OF OPPORTUNITY

- 1.1 INTRODUCTION
- 1.2 PURPOSE
- 1.3 OPPORTUNITY
- 1.4 MASTER DEVELOPER REQUIREMENTS
- 1.5 ROLE OF DEVELOPMENT TEAM AND CITY
- 1.6 ECONOMIC DEVELOPMENT TOOLS

SECTION 2. DESCRIPTION OF PROCUREMENT PROCESS

- 2.1 OVERALL PROCESS
- 2.2 PROJECT DOCUMENTS
- 2.3 PROCUREMENT SCHEDULE
- 2.4 PRE-SUBMITTAL WORKSHOP (Non-mandatory)
- 2.5 QUESTIONS AND REQUESTS FOR CLARIFICATION; ADDENDA

SECTION 3. STATEMENT OF QUALIFICATIONS CONTENT AND SUBMITTAL REQUIREMENTS

- 3.1 GENERAL
- 3.2 FORMAT
- 3.3 CONTENTS AND ORGANIZATION
- 3.4 SOQ SUBMITTAL REQUIREMENTS

SECTION 4. EVALUATION PROCESS AND CRITERIA

- 4.1 RESPONSIVENESS
- 4.2 PASS/FAIL REVIEW
- 4.3 QUALIFICATIONS EVALUATION CRITERIA AND WEIGHTING
- 4.4 SOQ EVALUATION PROCEDURE
- 4.5 CHANGES IN RESPONDENT ORGANIZATION AND KEY PERSONNEL
- 4.6 RFP PROCEDURE AND EVALUATION

SECTION 5. COMMUNICATIONS, PUBLIC INFORMATION AND ORGANIZATIONAL CONFLICTS OF INTEREST

- 5.1 IMPROPER COMMUNICATIONS AND CONTACTS
- 5.2 PUBLIC INFORMATION ACT
- 5.3 CONFLICTS OF INTEREST

SECTION 6. PROTEST PROCEDURES

- 6.1 APPLICABILITY
- 6.2 DEADLINES FOR PROTEST
- 6.3 CONTENT OF PROTEST
- 6.4 FILING OF PROTEST
- 6.5 DECISION ON PROTEST
- 6.6 PROTESTANT'S PAYMENT OF COSTS
- 6.7 RIGHTS AND OBLIGATIONS OF RESPONDENTS

SECTION 7. CITY RESERVED RIGHTS

EXHIBITS

- EXHIBIT 1: DETAILED PROPERTY DESCRIPTIONS
- EXHIBIT 2: BELL BOULEVARD REALIGNMENT PROJECT

ATTACHMENTS

- ATTACHMENT A: RESPONSE LETTER TO RFQ No. **05-026-218-DV-150**
- ATTACHMENT B: RESPONDENT'S QUESTIONNAIRE FOR RFQ No. **05-026-218-DV-150**

APPENDICES

- APPENDIX 1: BELL BOULEVARD REDEVELOPMENT MASTER PLAN
- APPENDIX 2: BELL BOULEVARD REDEVELOPMENT DESIGN PRINCIPLES
- APPENDIX 3: TRANSPORTATION MASTER PLAN
- APPENDIX 4: MARKET UPDATE – SUMMER 2017
- APPENDIX 5: CITY OF CEDAR PARK COMP PLAN
- APPENDIX 6: CEDAR PARK COMMUNITY PROFILE

FORMS

- FORM 1: CIQ
- FORM 2: 1295

SECTION 1. DESCRIPTION OF OPPORTUNITY

1.1 INTRODUCTION

The City of Cedar Park, Texas (“City”) is seeking a qualified, visionary Master Developer to participate in the City’s efforts to develop underutilized and vacant property in the core of the City located adjacent to Bell Boulevard. The City owns approximately 20 acres that straddle Bell Boulevard (US Hwy 183) between Buttercup Creek Boulevard and Park Street. This area that is the City-owned property is called the “Catalyst Area”, regardless of how that term may have been defined in previous City documents. The City also owns approximately 12 acres of parkland sometimes referred to as the “Buttercup Creek Natural Area”.

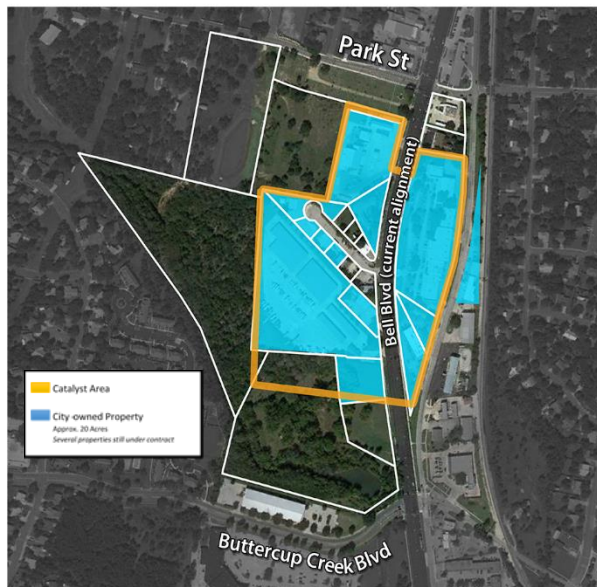


FIGURE 1 – CATALYST AREA



FIGURE 2 – BELL BOULEVARD DISTRICT

This Catalyst Area is envisioned as an early phase of development of the overall 20-acre area known as “Bell Boulevard District.” The Bell Boulevard District is described in the Bell Boulevard Redevelopment Master Plan adopted by the City Council in August 2015. The vision presented in the plan for a walkable mixed-use development has been identified for years as a gap in the commercial offerings in Cedar Park, but is in high demand by residents and employers looking to move to Cedar Park. The City is well on its way to implementing the plan including relocating Bell Boulevard, known as the “Bell Boulevard Realignment Project”, to remove the road itself from the center of the development further eastward to allow for the walkable district to emerge.

The Bell Boulevard Redevelopment Master Plan includes a recommendation to select a development partner who will work with the City to develop properties consistent with the vision expressed in the Bell Boulevard Redevelopment Master Plan. Therefore, the City has elected to solicit Statements of Qualifications (“SOQ”) from experienced development teams, in accordance with the terms, conditions, and requirements set forth in this RFQ. This RFQ is the first step in

selecting a firm that will work with the City to develop the Catalyst Area. It is the highest hope of the City that the development of the Catalyst Area led by the chosen Master Developer will spur redevelopment and high-quality development throughout the study area of the Bell Boulevard Redevelopment Master Plan and the Bell Boulevard District.

RESPONDENTS ARE ENCOURAGED TO FULLY & CAREFULLY READ THE INFORMATION CONTAINED IN THIS RFQ AND TO SUBMIT A COMPLETE RESPONSE TO ALL REQUIREMENTS AND QUESTIONS AS DIRECTED.

1.2 PURPOSE

The purpose of this RFQ is to begin the formal solicitation of a Master Developer with demonstrated qualifications to enter into a collaborative public/private partnership with the City to create a high-quality development in the Catalyst Area. Responses to this RFQ and the subsequently issued RFP will allow the City to evaluate and identify the Respondent that best fits the evaluation criteria listed in this document. It is the City's intent to enter into a negotiated comprehensive development agreement ("Agreement") with the selected Respondent.

1.3 OPPORTUNITY

The City is committed to creating a vibrant destination along Bell Boulevard. The City's vision is of a community gathering place and mixed-use destination with a thriving arts, business, entertainment and shopping scene. The City, through careful planning, has made strategic investments to assemble a portfolio of parcels defined as the Catalyst Area. At this time, the Catalyst Area consists of 11 City-owned properties and two under contract. The Master Developer is encouraged to evaluate opportunities for inclusion of additional parcels around these city-owned properties.

Catalyst Area Property Information			
*Includes property under contract			
Address	Owner	Size	Williamson County Parcel ID
104 Commercial Parkway	City of Cedar Park	0.1836	R083463
106 Commercial Parkway	City of Cedar Park	0.1836	R083464
107 Commercial Parkway	City of Cedar Park	0.2110	R034830
108 Commercial Parkway	City of Cedar Park	0.1826	R034832
120 Commercial Parkway	City of Cedar Park	0.4162	R034831
111 S Bell Boulevard	Austin Car Wash Inc.*	2.8455	R397143
200 S Bell Boulevard	Cedar Park Square Two LTD*	4.4960	R325311
201 S Bell Boulevard	City of Cedar Park	0.7610	R031980
302 S Bell Boulevard	City of Cedar Park	0.5010	R388464
305 S Bell Boulevard	City of Cedar Park	0.5700	R388005
306 S Bell Boulevard	City of Cedar Park	0.7350	R388465

309 S Bell Boulevard	City of Cedar Park	7.3410	R379629
315 N Bell Boulevard	City of Cedar Park	1.2610	R447737
Total Acreage		19.6875*	

These 13 parcels totaling approximately 20 acres represent a unique opportunity for catalytic infill development that will further activate Bell Boulevard District as envisioned by the community and have a positive influence on the success of the total Bell Boulevard corridor through Cedar Park. The City seeks a Master Developer that will leverage this opportunity and implement a successful phased, mixed-use and creative project.

The City has identified the Catalyst Area as a major opportunity for redevelopment. Highlights of the Catalyst Area include:

- Approximately 20 acres of connected walkable, mixed-use development;
- Adjacency to an exciting 12-acre park that will be designed with the needs of the development in mind;
- In-progress mobility enhancements to the community's primary north-south corridor;
- The potential to define place-making and community identity;
- Public investment in the district for public improvements such as the realignment of Bell Boulevard and park improvements;
- Available current detention and water quality studies of the Bell Boulevard District to determine the preliminary size and location of infrastructure adequate for development using a regional approach thereby eliminating the need for individual facilities, which can be provided upon request and once complete;*
- Available utilities (water, wastewater, communication, and gas) to serve the Bell Boulevard District;
- Strong support from the community and the City of Cedar Park Chamber of Commerce; and
- Continued support as a top priority project for City Council.

*Final cost sharing will be negotiated between the City and selected Respondent.

The City expects that major elements of the Bell Boulevard Redevelopment Master Plan will guide the development of the Catalyst Area. Those major elements include:

BELL BOULEVARD REALIGNMENT PROJECT

As recommended in the Bell Boulevard Redevelopment Master Plan, the City is currently moving Bell Boulevard eastward. The Texas Department of Transportation ("TxDOT"), which owns the road, has provided schematic approval of the road alignment and design and the City has secured funding from a 2015 bond election for the design and construction of the realigned road. TxDOT will transfer ownership of the road where Bell

Boulevard is currently located to the City once the new road is fully operational. Such realignment of the road will create a connected neighborhood fabric that encourages walkability, activates the community's civic and commercial spaces, and promotes an interactive, urban experience. The Catalyst Area includes the main entrance to the "Shopping Street" (to be named later) and the Master Developer will be expected to provide guidance as to the nature and character of this key retail corridor. In addition, the width of the road where Bell Boulevard is currently located will also be reduced and a portion of remaining right-of-way will be available for inclusion in the redevelopment of the Catalyst Area.

EXTENDING PARKWEST DRIVE

Parkwest Drive will extend south along the edge of the Buttercup Creek Natural Area, described further below, to provide an additional north/south connection west of Bell Boulevard. With traffic-calming devices and angled parking, this road will provide a transition from the busier, more developed spaces on its eastern edge to the new and improved Buttercup Creek Natural Area on its western edge. The Master Developer will be expected to help define the exact alignment, nature and character of Parkwest Drive extension, helping to create a strong connection between the development and the future park space.

ENSURING A MIX OF LAND USES

The Catalyst Area will be a community that will be made up of a mix of uses and functions to serve the needs of a range of users, and ensure that the private and public realms are active at all times of the day. This will generate more revenue for businesses and create a vibrant place that people want to visit. The Master Developer will be expected to ensure that the mix of uses will contribute to the vision defined in the Bell Boulevard Redevelopment Master Plan. The City hopes that the Master Developer will help identify the appropriate civic use, location (even if not in catalyst area) and design characteristics for the civic use that will maximize the potential for success of the district.

CREATING A GATEWAY INTERSECTION

Gateway structures will serve a variety of purposes. In addition to improving safety and mobility on the revamped Bell Boulevard, iconic gateway structures will welcome visitors and residents to the Bell Boulevard District, orient visitors and foster a sense of civic place and identity. The Master Developer will be expected to help define the theme or identity of the district and therefore should use the gateways planned (but not designed) at the key intersections as a means of reinforcing that theme/identity.

PROMOTING WALKABLE BLOCKS

Narrower internal streets will provide safe vehicular traffic conditions and foster pedestrian activity. Pedestrian areas will make up approximately 52 percent of every new

internal street – a departure from the approximately 18 percent currently on Bell Boulevard. The Master Developer will be expected to reinforce the walkability of the district by keeping blocks small and of regular shape.

ACCESS TO GREENSPACE

The City also owns the Buttercup Creek Natural Area, which is located to the west and adjacent to the Catalyst Area. It presents an opportunity to provide 12 acres of open space to complement the higher densities in the district and help shape the destination quality of the Catalyst Area. The City has approximately \$4 million to contribute to the development of the park. The Master Developer will be expected to help guide the program, character, and quality of the park and, to the extent possible, create a seamless environment between the park and the development of the Catalyst Area.

THEME AND IDENTITY

According to many stakeholders, this area of Cedar Park currently does not reflect the identity of the community nor convey a theme or character to their satisfaction. The Catalyst Area is an opportunity to reset the identity and character of the area to better align with Cedar Park's current identity or a special theme for the district. The Master Developer will be expected to consider redevelopment of the parcels/properties in the context of the Bell Boulevard Redevelopment Master Plan and Bell Boulevard Development Principles, attached as Appendix 2.

1.4 MASTER DEVELOPER REQUIREMENTS

The Master Developer will be the lead in a public-private partnership with the City to develop the Catalyst Area. The Master Developer responsibilities include:

- Contract Negotiations with third parties (all agreements required for implementation);
- Development Schedule and Scope of Work;
- Development Budget;
- Public Engagement and Community Outreach;
- Planning and Design;
- Entitlement Process/Development Approvals;
- Financing;
- Construction; and
- Management of leasable properties.

Respondents submitting a SOQ must show previous experience and a demonstrated ability to fulfill the responsibilities listed above for mixed-use projects of similar size, scope and nature that are commercially viable assets and fit with the communities in which they're located. Compliance with budgets and schedules will be considered essential as will each respondent's ability to

demonstrate sufficient financing capacity to complete the development and redevelopment of the properties.

The Respondent team does not have to be fully identified at the time of the RFQ submittal, but it is the City's expectation that the Master Developer team will include the following:

- Development entity (lead team members);
- Land planners;
- Attorney(s);
- Architect(s);
- Real estate broker;
- Civil engineer;
- Landscape architect;
- Marketing/sales support;
- Communications/public relations support;
- Financial partner/partners; and
- Any other partners deemed appropriate.

1.5 ROLE OF DEVELOPMENT TEAM AND CITY

The Master Developer will engage the necessary consultants to fulfill the roles listed above. City Staff will take an active role in technically assisting the Master Developer through the development process in order to secure all necessary endorsements and approvals as expeditiously as possible (e.g. platting, site planning, building permits, etc.) to minimize entitlement risk.

The City is committed to facilitating the redevelopment of the Bell Boulevard District by directly funding (with bonds or other available sources) or utilizing various economic development tools to help improve the economics of the project and close feasibility gaps presented by the project's complexities and the City's desired outcome. The City's contributions, which might be utilized to fund infrastructure improvements (roadway realignments, new roadways, park improvements, etc.), must deliver a reasonable return on investment to the City in the form of positive net fiscal impact. Incentives will aim to be mutually beneficial and will be based on negotiations with the selected Respondent and the merits of the proposed project.

The City's significant ownership of property within Bell Boulevard District offers options for property control/acquisition by the Master Developer. The land conveyance process for any included sites will be undertaken in accordance with applicable state laws governing disposition of public property.

1.6 ECONOMIC DEVELOPMENT TOOLS

The City has the legal authority to utilize a variety of economic development tools to promote the redevelopment of the Bell Boulevard District and has a proven track record of working together with developers to utilize those tools to satisfy the needs of both the City and the respective developer. Listed below are some of those economic development tools along with examples of the City's use of those tools, which has included creative combined uses of multiple economic development tools for single projects.

1. **Chapter 380 Incentives.** This tool provides the City broad authority to provide incentives designed to promote economic development.
 - a. **The Parke Retail Development** (Southwest corner of Hwy 183A and New Hope Drive). The City is providing: (i) 50% of the ad valorem tax revenue increase on the development's assessed taxable value; and (ii) 50% of the one cent sales tax revenue from the development up to \$2,000,000 or for five years, whichever occurs sooner, in exchange for the developer's construction of at least 175,000 square feet of gross leasable space and a capital investment of not less than \$50,000,000.
 - b. **1890 Ranch Retail Development** (Northeast corner of Hwy 183A and FM 1431). The City is providing: (i) 25% of the ad valorem tax revenue increase on the development's assessed taxable value; and (ii) 50% of the one cent sales tax revenue from the development up to \$20,000,000 or for fifteen years, whichever occurs sooner, in exchange for the developer's construction of at least 360,000 square feet of gross leasable space and a capital investment of not less than \$40,000,000.
 - c. **Costco** (Northwest corner of Hwy 183A and FM 1431). The City is providing: (i) 20% of the ad valorem tax revenue increase on the development's assessed taxable value; and (ii) 50% of the one cent sales tax revenues up to \$6,000,000 or for fifteen years, whichever occurs sooner, in exchange for the developer's construction of at least 250,000 square feet of gross leasable space and a capital investment of not less than \$25,000,000.
2. **Type A Economic Development.** The Cedar Park Type A Economic Development Corporation is authorized to assess and use sales tax revenues at the rate of one-half of one percent for improvements for the creation or retention of primary jobs or the promotion and development of new and expanded business enterprises.
 - a. **Parmer Ranch Trails Mixed Use Development.** The City is providing \$413,000 in exchange for the company's construction of public infrastructure improvements and at least a 24,000-square-foot office building and a capital investment of not less than \$5,000,000.
 - b. **Hyllion, Inc.** The City is providing \$5,000 per primary job created by the company in the City.

3. **Type B Economic Development.** The Cedar Park Type B Community Development Corporation is authorized to assess and use sales tax revenues at the rate of one-half of one percent for the programming and expenditure of funds related to certain community development projects, and for those uses authorized by a Type A Economic Development Corporation.
 - a. **Pecan Grove-SPVEF, L.P.** The City is providing \$622,566 for public infrastructure improvements in exchange for the development of two 55,000 square foot commercial buildings and a capital investment of not less than \$5,000,000.
 - b. **DANA Limited.** The City is providing \$5,095 per primary job created by the company in the City.
4. **Tax Increment Reinvestment Zone (TIRZ/TIF).** This tool enables the City to publicly finance improvements to infrastructure and buildings within a designated area. The cost of the improvements is repaid by future tax revenues of each taxing unit that levies taxes against the property.
 - a. **Cedar Park Town Center.** The TIRZ provides that the City pays 80 percent of the increase in the property taxes based on the improvements located in the reinvestment zone until the improvements in the reinvestment zone are completed.
 - b. **HEB Center at Cedar Park.** The TIRZ provides that the City pays 80 percent of 1 percent of the City's ad valorem real property taxes generated from the vertical improvements and 80 percent of 1 percent of the City's sales taxes that are assessed on goods and services sold within the development in an amount not to exceed \$2,000,000 plus the cost of any agreed-upon public infrastructure.
5. **Tax Abatement.** This tool authorizes the City, as a taxing unit, to forego or abate a portion or all property taxes due in exchange for the promise to make specified improvements to the area.
 - a. **DANA Limited.** In addition to providing incentives for primary jobs, the City is also abating ad valorem taxes at varying levels for a total of 5 years.
6. **Public Improvement Zone.** This economic development tool authorizes cities to create special assessment areas created to fund services and improvements beyond those normally provided by the City and allows for the construction of contemplated public infrastructure improvements through bonds secured by property assessments. The City has not yet utilized this economic development tool.
7. **Municipal Management District.** This tool authorizes the City to create a district within an existing commercial area to finance facilities, infrastructure and services beyond those already provided by individual property owners or the City. The improvements may be

paid by self-imposed property taxes, special assessments and impact fees, or by other charges on district property owners. The City has not yet utilized this economic development tool.

8. **Neighborhood Empowerment Zone.** This tool authorizes the City to provide incentives to provide for a waiver of development-related fees and/or abatement/refund of property/sales taxes. The City has not yet utilized this economic development tool.
9. **Hotel Occupancy Tax Revenues.** The City assesses a hotel occupancy tax and revenues from that tax must be used to promote the tourism and the convention and hotel industry and may only be used for certain designated types of projects stipulated by state law.

SECTION 2. DESCRIPTION OF PROCUREMENT PROCESS

2.1 OVERALL PROCESS

The procurement involves a two-stage process: this RFQ followed by a Request for Proposal (“RFP”).

The City will evaluate the SOQs it receives in response to this RFQ and will establish, according to criteria generally outlined herein, a shortlist of Respondents eligible to receive and respond to the RFP. If only one responsive SOQ is received, the City may either (a) proceed with the procurement and request a Proposal from the sole Respondent or (b) terminate this procurement and evaluate further options.

Following the shortlisting of Respondents, the City will release for industry review and comment a draft RFP, including scope of work, and contract documents or summary/term sheets. Following receipt of written comments, the City may schedule one-on-one and/or group meetings with the shortlisted Respondents to discuss issues and comments identified by the shortlisted Respondents. Specific details concerning the industry review process will be made available to the shortlisted Respondents following the shortlisting announcement. After consideration of industry input, the City will issue an RFP to the shortlisted Respondents.

Following receipt and evaluation of Proposals, the City intends to select a Respondent for negotiations, based on the evaluation criteria set forth in the RFP, to finalize an Agreement for award and execution. If negotiations are not successful with the selected Respondent, the City will formally end negotiations with that Respondent and attempt to negotiate with the next highest rated Respondent. Alternatively, the City may terminate the procurement.

2.2 PROJECT DOCUMENTS

The available Project Documents are listed in Exhibit 1, attached, and Respondents may request electronic copies of the Exhibits by contacting the City’s designated Project Representative as

identified in this RFQ after May 30, 2018. One electronic copy of the Exhibits per Respondent will also be available at the pre-submittal workshop.

2.3 PROCUREMENT SCHEDULE

The City anticipates carrying out the first phase of the procurement process contemplated herein in accordance with the following schedule:

ACTIVITY	COMPLETION TIME/DATE
Issue Request for Qualifications (RFQ)	May 21, 2018
Pre-Submittal Workshop	8:30 – 10 am May 30, 2018
Deadline for Questions regarding the RFQ	2 pm June 15, 2018
Requests relating to any Addendum issued after May 21, 2018	June 15, 2018
SOQ Due Date	2 pm July 9, 2018

This schedule is subject to modification at the sole discretion of the City. Respondents will be notified of any change by an addendum to this RFQ.

The City intends to issue the first draft of the RFP for industry review shortly after selection of the shortlisted Respondents. The City then intends issue the final RFP and will pursue the procurement to an Agreement award thereafter. The City anticipates awarding and executing an Agreement by the Spring of 2019.

2.4 PRE-SUBMITTAL WORKSHOP (Non-mandatory)

A non-mandatory pre-submittal workshop for this RFQ will be held at the time and date listed in Section 2.3. The workshop will be held at the City of Cedar Park located at 450 Cypress Creek Road, Building 6, Cedar Park, Texas 78613. Potential Respondents will also have the opportunity to participate by videoconference. Details of the videoconference will be available at: <https://www.destinationbellblvd.com>. The purpose of this workshop is to address Respondents' questions arising from their review of the RFQ. This pre-submittal workshop is for informational purposes only and interested parties shall remain eligible to submit a SOQ if they do not attend the workshop. Answers furnished will not be official until verified in writing by the City. Copies will be provided to all persons attending and registering on <https://www.destinationbellblvd.com>.

2.5 QUESTIONS AND REQUESTS FOR CLARIFICATION; ADDENDA

In order to facilitate receipt, processing and response, Respondents must submit all questions and requests for clarification in writing to the City's designated Project Representative listed below. If emailed please include reference in the subject line to: RFQ NO. 50-026-218-DV-150:

City of Cedar Park
450 Cypress Creek, Building 1
Cedar Park, Texas 78613
Attn: Diana Vargas
RE: RFQ No. 05-026-218-DV-150
Email: diana.vargas@cedarparktexas.gov
Phone: (512) 501-5082

Respondents are responsible for ensuring that any written communications clearly indicate on the first page or in the subject line, as applicable, that the material relates to the Project. The City will provide responses to Respondent clarification requests within a reasonable time following receipt, subject to the cut-off dates set forth in Section 2.3. The City will post responses to those questions of general application and requests for clarifications which the City deems to be material and not adequately addressed in previously provided documents on the following website: <http://www.cedarparktexas.gov/departments/finance/purchasing-rfps-rfqs>. Specific information on this procurement may be obtained through the same site.

The City reserves the right to revise this RFQ by issuing addenda to this RFQ at any time before the SOQ Due Date. The City will post any addenda to this RFQ on the City Website.

Respondents are responsible for monitoring the website identified above for information concerning this procurement as Respondents will be required to acknowledge in the Response Letter to this RFQ (See Attachment A) that they have reviewed all materials posted thereon.

SECTION 3. STATEMENT OF QUALIFICATIONS CONTENT AND SUBMITTAL REQUIREMENTS

3.1 GENERAL

The City expects SOQs submitted in response to this RFQ to provide enough information about the requested items so as to allow the City to fully evaluate, competitively rank and shortlist the Respondents based on the criteria set forth herein.

SOQs shall be submitted exclusively in the English language inclusive of English units of measure, and cost terms in United States of America dollar denominations.

3.2 FORMAT

Each Respondent shall submit one (1) original and eleven (11) (for a total of 12) of its SOQ in loose-leaf three ring binders, and manually signed in blue ink by a person having the authority to submit the firm's information and qualifications, as well as one (1) electronic copy on CD/DVD/USB Flash Drive in PDF format. Submitted materials must be enclosed in a sealed envelope (or box or container); clearly indicating: the RFQ Number (RFQ No. 05-026-218-DV-150), all addenda, the submittal deadline, and the name, telephone number and return address

of the Respondent. The original must be clearly marked "Original" on its face and spine. Each copy must be numbered 1 through 11 on its spine.

Submittals must be prepared on 8-1/2" x 11" sized, white paper, and shall be double-sided, all pages sequentially numbered, and must not exceed sixty (60) pages. Each printed side shall be considered one page. The font size shall be no smaller than ten-point. 11" x 17" pages are allowed for schematics, organizational charts, other drawings or schedules, but not for narrative text. Printed lines may be single-spaced. Insofar as is practical or economical, all paper stock used shall be composed of recycled materials.

Standard corporate brochures, awards, licenses and marketing materials shall not be included in a SOQ.

3.3 CONTENTS AND ORGANIZATION

Respondents must organize their SOQ in the order set forth in the Table of Contents. If a Respondent is compelled to include material in addition to the information specifically requested, the Respondent shall append that material to the end of the most appropriate defined section of the outline. Additional material is subject to the page limitation.

Respondents must complete, sign, and include RESPONSE LETTER TO RFQ NO. 05-026-218-DV-150 (Attachment A) and RESPONDENT'S QUESTIONNAIRE FOR RFQ NO. 05-026-218-DV-150 (Attachment B) as a part of their submittal. Failure to include these documents may subject a submittal to disqualification.

All submittals must conform to the requirements outlined in this RFQ. Incomplete or late submittals may be subject to disqualification.

3.4 SOQ SUBMITTAL REQUIREMENTS

Responses and any other information submitted in response to this RFQ shall become the property of the City.

The City will not accept facsimile or other electronically submitted SOQs. Acknowledgment of receipt of SOQs will be evidenced by the written acknowledgement of receipt by a member of City staff.

SOQs will be accepted and must be received by the City during normal business hours no later than 2:00 p.m. (Central Time) on the SOQ Due Date specified above in this RFQ. Any SOQs received after that date and time are subject to rejection and, if rejected, returned to the sending party unopened.

Respondents are solely responsible for assuring that the City receives their SOQs by the specified delivery date and time at the address listed above. The City shall not be responsible for delays in

delivery caused by weather, difficulties experienced by couriers or delivery services, misrouting of packages by courier or delivery services, improper, incorrect or incomplete addressing of deliveries and other occurrences beyond the control of the City.

The City will evaluate the SOQs based on the information required by each Respondent and listed below:

1. Cover Letter:

Respondents must submit a cover letter which clearly indicates the single primary contact (principal-in-charge), email address, mailing address, telephone and facsimile numbers, and must acknowledge any and all addenda, and confirm the signatory submitting on behalf of Respondent has the authority to commit on behalf of the Respondent.

2. Executive Summary:

Respondents must state in a clear and concise manner why Respondent's firm or team should be shortlisted for this project.

3. Team Composition:

The City expects that the Master Developer will be able to commit the high-level team members to this project throughout the duration of the project. In order to assess the capability of the Master Developer, an understanding of the Respondent's team is required. Please identify the team lead and provide the following information for any firms or team members that will be working on this project:

- Brief bios for each of the team members, listed in Section 1.4, of this RFQ. If individuals have not been specifically identified, please provide the firm/firms that you have worked with on previous projects and may be brought on as part of the team.
- An explanation of any joint ventures, associations or unique structures.

4. Qualifications of Development Team and Relevant Experience:

To ensure that the City is selecting the most qualified Master Developer, provide a minimum of three (3) relevant examples of projects completed within the most recent 10-year period related to: public-private partnering, vertical development, quality design, integration into existing community fabric, and mixed use development projects that are similar in nature to this RFQ. Projects should provide a clear demonstration of the team's experience in completing projects of the scale and complexity proposed in this RFQ.

Briefly include the following for all project examples:

- Project name, type and location;

- Summary description including project size (total square footage and square footage per use), uses and densities;
- Role of the development entity, its principals, partners and team members;
- Public/Private structure and current ownership and financial structure;
- Project cost (budgeted and actual);
- Capital financing sources utilized;
- Development timing/phasing and date opened;
- Investment in public amenities (open space, parks, streets and infrastructure);
- Notable architectural, urban design and other design aspects of the project (including photographs);
- Distribution of mixed-use types;
- Any other amenities or unique aspects provided for the project (i.e., multi-modal transportation, sustainable building, energy efficiency, etc.); and
- Reference for the public entity.

5. Developer Financial Capability

The City is requesting supporting documentation that the Master Developer has the financial capacity to implement the redevelopment/development of the Bell Boulevard District. The City understands that at this stage in the process the production of financial specifics as they relate to the properties outlined may not be possible. Therefore, in lieu of providing the City with financial statements, please provide a high level summary approach on similar or relevant projects, which should include data demonstrating your financial ability to successfully execute a project similar in scale/magnitude, including confirmation of ability to provide payment and performance bond. Detailed financial documents will be required at the RFP stage. Please also include information related to whether the Respondent or any entities created by the Respondent to complete development projects have been party to a lawsuit and/or declared bankruptcy, in the most recent 7 years. That information should include information on the nature of the lawsuit, reason for bankruptcy and any judgments.

6. Respondent Capacity

List and briefly describe any projects that are currently underway or in the pipeline (that can be shared publicly).

7. References

Provide five (5) references, including one reference per relevant project listed, for the development team's relevant experiences from: public agencies, private companies, major tenants or individuals with whom the Respondent has had relevant experience. For each reference include:

- Project Name or Location

- Name
- Physical address
- Telephone Number
- Email Address

SECTION 4. EVALUATION PROCESS AND CRITERIA

Each SOQ will be evaluated based on the completeness of the information provided, and the experience and qualifications of each Respondent related to the goals of the Bell Boulevard Redevelopment, specifically based on the criteria set forth in this Section.

4.1 RESPONSIVENESS

Each SOQ will be reviewed for (a) minor informalities, irregularities and apparent clerical mistakes which are unrelated to the substantive content of the SOQ, (b) conformance to the RFQ instructions regarding organization and format, and (c) the responsiveness of the Respondent to the requirements set forth in this RFQ. Those SOQs not responsive to this RFQ may be excluded from further consideration and the Respondent will be so advised. The City may also exclude from consideration any Respondent whose SOQ contains a material misrepresentation.

4.2 PASS/FAIL REVIEW

Following or in conjunction with evaluation of each SOQ for responsiveness, the City will evaluate each SOQ based upon the following pass/fail criteria. A Respondent must obtain a “pass” on all pass/fail items in order for its SOQ to be evaluated qualitatively.

- (a) The SOQ contains an original executed Response Letter and Respondent’s Questionnaire as required under Section 3.3 of this RFQ.
- (b) The Respondent can demonstrate sufficient capacity for obtaining payment and performance bonds as requested in the Respondent Questionnaire.
- (c) The Respondent has not been disqualified, removed, disbarred or suspended from performing or bidding on work where such disqualification, removal, debarment or suspension would preclude selection and award under this RFQ.
- (d) The Respondent team has the development, design, construction and maintenance capacity to carry out all development responsibilities.
- (e) The information disclosed in the Response Letter to this RFQ (see Attachment A) and/or in response to this RFQ does not materially adversely affect the Respondent’s ability to carry out the development responsibilities that will be allocated to it should it be selected.
- (f) The Respondent makes the express, written commitments as required in this RFQ.

4.3 QUALIFICATIONS EVALUATION CRITERIA AND WEIGHTING

Each responsive SOQ passing all of the “pass/fail” qualification requirements set forth above will be evaluated and scored according to the criteria set forth below. The order in which the evaluation criteria appear within each category is not an indication of weighting or importance.

The background and experience of the Respondent, individual team members, and key personnel with comparable redevelopment projects will be evaluated in accordance with the following criteria:

- [45% weighting] The extent and depth of the Respondent's and its individual team members' experience in carrying out comparable projects and responsibilities, including:
 - Respondent's number of years in business, size and staffing;
 - Respondent's experience developing projects of similar scope, size and quality including relevant examples;
 - Experience of proposed personnel on similar projects and as a project team; and
 - Stability, strength and likelihood of success of the proposed management structure and team.
- [20% weighting] The success of the Respondent and individual team members, management team and key personnel in working together on comparable projects and responsibilities, as demonstrated by:
 - Quality of previous design and project documentation;
 - Meeting schedules and meeting budgets;
 - Timeliness and quality of responses during construction administration; and
 - Communications and cooperation.
- [25% weighting] Financial capacity, including:
 - Demonstrated ability to identify and acquire the equity or financing necessary to develop the Bell Boulevard District.
- [10% weighting] Capacity to perform the work, based on:
 - Workload and availability to meet schedule;
 - Project management plan;
 - Project organization chart and proposed specialty sub-consultants; and
 - Knowledge of the City of Cedar Park Codes of Ordinances.

4.4 SOQ EVALUATION PROCEDURE

The City anticipates utilizing one or more committees to review and evaluate the SOQs in accordance with the above criteria and to make shortlist recommendations based upon such analysis. Members of the selection committee may include City Manager, Assistant City Manager(s), senior level staff and consultants with specialized knowledge. At various times during the deliberations, the City may issue one or more requests for written clarification to the individual Respondents. The City may also schedule interviews with one or more Respondents on a one-on-one basis, for the purpose of enhancing the City's understanding of the SOQs and obtaining clarifications of the terms contained in the SOQs.

The City may at any time request additional information or clarification from the Respondent or may request the Respondent to verify or certify certain aspects of its SOQ. At the conclusion of this process, Respondents may be required to submit written confirmation of any new information and clarifications provided during an interview. If required, additional interviews shall be scheduled at a later date. Upon receipt of requested clarifications and additional

information as described above, if any, the SOQs will be re-evaluated to factor in the clarifications and additional information.

Evaluations and rankings of SOQs are subject to the sole discretion of the City, including the City staff and such professional and other advisors as the City may designate. The City will make the final determinations of the Respondents to be shortlisted, as it deems appropriate, in its sole discretion, and in the best interests of the City of Cedar Park.

4.5 CHANGES IN RESPONDENT ORGANIZATION AND KEY PERSONNEL

The City wants to ensure that the Master Developer is able to develop and attract the broad and worldwide expertise as may be necessary to participate in this procurement and to design, construct and maintain the Catalyst Area in an innovative, effective and efficient manner. Accordingly, the City shall permit Respondents to add team members and reorganize Respondent's team through the procurement process until submittal of the Proposals, except in the event of potential organizational conflicts of interest and/or deficiencies in qualifications and experience for the proposed role. Notwithstanding the foregoing, following submittal of the SOQs, the following actions may not be undertaken without the City's prior written consent:

- deletion or substitution of Respondent's members identified in its SOQ;
- deletion or substitution of key personnel and management staff identified in its SOQ;
- deletion or substitution of an equity owner of Respondent, a guarantor of Respondent or any other entity that will bear financial responsibility or liability for the performance of the Respondent; and
- other changes in the equity ownership or team membership of a Respondent.

4.6 RFP PROCEDURE AND EVALUATION

Once the City has selected a shortlist of Respondents, the City will then issue a RFP. City staff will develop the content and methodology for the solicitation of Proposals from the shortlisted Respondents. The City will select the Respondent whose Proposal offers the apparent best value to the City. The City and the selected Respondent must then agree to terms and conditions of an Agreement deemed satisfactory by both parties.

City staff and consultants intend to work during the RFQ process to define the RFP and negotiation process with specificity, which may include, at an appropriate time, industry review of a draft RFP and contract documents, among other information. Respondents are advised that the evaluation methodology, criteria and/or weightings for the evaluation of the Proposals may differ from that set forth herein to evaluate SOQs. In addition, the rankings, scores and evaluations of the SOQs shall not carry over or be used in any way in the evaluation of the Proposals.

The Respondent is responsible for all costs of preparing, submitting, and resubmitting the qualifications, and any other prior or subsequent activity associated with the RFQ, including the evaluation of the qualifications, presentations, meeting attendance, due diligence, work sessions, regardless of whether or not the City enters into an agreement with the Respondent. All costs of

pursuit of the development shall be the responsibility of the Respondent. All materials the Respondent submits in response to this RFQ are the property of the City and will not be returned.

The City reserves the right, to the extent allowed by law, to keep confidential the names of the Respondents until the ranking, selection and negotiations are complete.

SECTION 5. COMMUNICATIONS, PUBLIC INFORMATION AND ORGANIZATIONAL CONFLICTS OF INTEREST

5.1 IMPROPER COMMUNICATIONS AND CONTACTS

The following rules of contact shall apply during the procurement, which began upon the date of issuance of this RFQ and will be completed with the execution of an Agreement. These rules are designed to promote a fair and unbiased procurement process. Contact includes face-to-face, telephone, facsimile, electronic-mail (e-mail), or formal written communication.

The specific rules of contact are as follows:

- (1) After issuance of the RFQ, no Respondent or any of its team members may communicate with another Respondent or its team members with regard to the RFP or either team's Proposal, except that subcontractors that are shared between two or more Respondent teams may communicate with their respective team members so long as those Respondents establish a protocol to ensure that the subcontractor will not act as a conduit of information between the teams (contact among Respondents' organizations is allowed during the City sponsored informational meetings).
- (2) Respondents shall correspond with the City regarding the RFQ and RFP only through the City's and Respondent's designated representatives (which for the City shall be the designated representative identified in this RFQ).
- (3) Commencing with the issuance of this RFQ and continuing until the earliest of (i) award and execution of an Agreement, (ii) rejection of all Proposals by the City, or (iii) cancellation of the procurement, no Respondent or representative thereof shall have any ex parte communications regarding the RFQ, RFP, Agreement or the procurement described herein with any person or firm listed in Section 5.3, except for communications expressly permitted by the RFQ or RFP. The foregoing restriction shall not, however, preclude or restrict Respondent from communicating with regard to matters unrelated to the RFQ, RFP, Agreement or the procurement or from participating in public meetings of the City Council or any public or Respondent workshop related to this RFQ or the RFP. Any Respondent engaging in such prohibited communications may be disqualified at the sole discretion of the City.
- (4) During the RFQ process and until notification to the Respondents of the shortlist, the Respondents shall not contact any City officer or City employee, including those listed in Section 5.3, or the following identified stakeholders, including employees, representatives and members of the stakeholders, regarding Bell Boulevard District:

- Lionheart Places, LLC;
 - Robert Charles Lester and Company (RCLCO);
 - Jay Hailey Attorney, PLLC;
 - Steve T. Matthews Company; and
 - Binkley & Barfield, Inc.
- (5) Any communications determined to be improper, at the sole discretion of the City, may result in disqualification;
- (6) Any official information regarding the Bell Boulevard District will be disseminated from the City on letterhead and will be in writing and signed by the City's authorized representative or designee; and
- (7) The City will not be responsible for any oral exchange or any other information or exchange that occurs outside the official process specified herein.

5.2 PUBLIC INFORMATION ACT

All information, documentation and other materials received by the City in response to this RFQ are subject to the Texas Public Information Act (Texas Government Code, Chapter 552, as amended), and may be required to be disclosed to the public. Respondents are hereby notified that the City strictly adheres to all statutes, court decisions, and opinions of the Texas Attorney General with respect to disclosure of public information.

Trade secrets and confidential information contained in a proposal are subject to the Texas Public Information Act. Pricing is not confidential information. Respondents who include information in a Proposal that is legally protected as a trade secret or confidential information must clearly indicate the specific protected information by highlighting that information and marking it "Trade Secret" or "Confidential" at the appropriate place. The City will not be responsible for any public disclosure of the trade secret or confidential information if it is not marked as provided above and is required by law to be disclosed. An awarded submittal in its entirety is not confidential. If a request is made under the Texas Public Information Act to inspect information designated as trade secret or confidential in a Submittal, Respondent shall, upon notification by the City, immediately furnish sufficient written reasoning as to why the information should be protected from disclosure in a timely manner to the Texas Attorney General for final determination at the address below:

Office of the Attorney General
Open Records Division
P.O. Box 12548
Austin, TX 78711
Fax 512-463-2092

5.3 CONFLICTS OF INTEREST

The Texas Ethics Commission adopted the Conflict of Interest Questionnaire (Form CIQ), attached as Form 1, pursuant to Texas Local Government Code Chapter 176, as amended. For questions about these forms, please see the Texas Ethics Commission at:

<https://ethics.state.tx.us/forms/CIQ.pdf>

Respondent shall answer each question in the attached Form CIQ in relation to the following individuals and submit a completed form with its SOQ:

Local Government Officer	Title	Local Government Officer	Title
Corbin Van Arsdale	Mayor	Steve Smith	Interim Information Services Director
Stephen Thomas	Councilmember	Vacant	Economic Development Director
Anne Duffy	Councilmember	Randall Malik	Assistant Economic Development Director
Cobby Caputo	Councilmember	Christina Cummings	Human Resources Director
Kristyne Bollier	Councilmember	Darwin Marchell	Engineering Director
Heather Jefts	Councilmember	Chris Cople	Development Services Director
Mel Kirkland	Councilmember-Elect	Amy Link	Assistant Development Services Director
Mike Guevara	Councilmember-Elect	James Mallinger	Fire Chief
Dorian Chavez	Councilmember-Elect	Kent Meredith	Finance Director
Brenda Eivens	City Manager	Eric Rauschuber	Public Works Director
Sam Roberts	Assistant City Manager	Julia Mitschke	Library Director
Katherine Caffrey	Assistant City Manager	April Christiansen	Court Administrator
J.P. LeCompte	City Attorney	Curt Randa	Director of Parks & Recreation
Jill Hoffman	Assistant City Attorney	Sean Mannix	Police Chief
Lauren Marfin	Assistant City Attorney	Daron Butler	Managing Director
		Fran Irwin	Community Affairs Director

Firms who are restricted from proposing or joining a Respondent team include, but are not limited to, the following entities and their affiliates:

- Lionheart Places, LLC;
- Robert Charles Lester and Company (RCLCO);
- Jay Hailey Attorney, PLLC; and
- Steve T. Matthews Company; and
- Binkley & Barfield, Inc.

Prior to entering into a contract that is voted on by the City Council, the Master Developer must submit a “Certificate of Interested Parties” Form, attached as Form 2, in accordance with Texas Government Code Section 2252.908, as amended. Within 30 days of receipt of the form, the City must submit a copy to the Texas Ethics Commission.

SECTION 6. PROTEST PROCEDURES

Any Respondent wishing to Protest the City’s shortlist of Respondents to proceed to the RFP phase must follow the process outlined in this Section.

6.1 APPLICABILITY

Section 6 sets forth the exclusive protest remedies available with respect to this RFQ. These provisions prescribe the exclusive procedures for protests regarding:

- (1) allegations that the terms of the RFQ are wholly ambiguous, contrary to legal requirements applicable to the procurement, or exceed the City’s authority;
- (2) a determination as to whether a SOQ is responsive to the requirements of the RFQ; and
- (3) shortlisting determinations.

6.2 DEADLINES FOR PROTESTS

- (1) Protests concerning the issues described in Section 6.1 (1) must be filed as soon as the basis for the protest is known, but no later than 15 calendar days prior to the SOQ Due Date, unless the protest relates to an Addendum to the RFQ, in which case the protest must be filed no later than 5 business days after the Addendum is issued.
- (2) Protests concerning the issues described in Section 6.1 (2) must be filed no later than 5 business days after receipt of the notification of non-responsiveness.
- (3) Protests concerning the issues described in Section 6.1 (3) must be filed no later than 10 business days after the earliest of the notification of the shortlist and the public announcement of the shortlist.

6.3 CONTENT OF PROTEST

Protests shall completely and succinctly state the grounds for protest, its legal authority, and its factual basis, and shall include all factual and legal documentation in sufficient detail to establish the merits of the protest. Statements shall be notarized.

6.4 FILING OF PROTEST

Protests shall be filed by hand delivery on or before the applicable deadline to the City Manager, with a copy to City Attorney, J.P. LeCompte, City of Cedar Park, 450 Cypress Creek Road, Building 1, Cedar Park, TX 78613. For any protests filed after the SOQ submittal date, the Respondent filing the protest shall concurrently file a copy of the protest with the other Respondents whose addresses may be obtained from the City's website.

6.5 DECISION ON PROTEST

The City Manager or her designee shall issue a written decision regarding the protest within 30 days after the filing of the detailed statement of protest. If necessary to address the issues raised in a protest, the City may, in its sole discretion, make appropriate revisions to this RFQ by issuing Addenda.

6.6 PROTESTANT'S PAYMENT OF COSTS

If a protest is denied, the Respondent filing the protest shall be liable for the City's costs reasonably incurred to defend against or resolve the protest, including legal and consultant fees and costs, and any unavoidable damages sustained by the City as a consequence of the protest.

6.7 RIGHTS AND OBLIGATIONS OF RESPONDENTS

Each Respondent, by submitting its SOQ, expressly recognizes the limitation on its rights to protest provided in this Section 6, and expressly waives all other rights and remedies and agrees that the decision on the protest is final and conclusive. If a Respondent disregards, disputes, or does not follow the exclusive protest remedies provided in this section, it shall indemnify and hold the City and its officers, employees, agents, and consultants harmless from and against all liabilities, fees and costs, including legal and consultant fees and costs, and damages incurred or suffered as a result of such Respondent's actions. Each Respondent, by submitting a SOQ, shall be deemed to have irrevocably and unconditionally agreed to this indemnity obligation.

SECTION 7. CITY RESERVED RIGHTS

Respondents should carefully read the information contained herein and submit a complete response to all requirements and questions as directed. It is the responsibility of Respondents to check the City of Cedar Park website for posting of clarifications, amendments, or addenda on an ongoing basis.

The City will not provide compensation to Respondents for any expenses incurred by the Respondents for submittal preparation, meetings attendance, or for any demonstrations that may be made, unless otherwise expressly stated or required by law. Respondents submit proposals and other submittal information in response to this RFQ at their own risk and expense.

Responses that are incomplete or qualified with conditional clauses or alterations or items not called for in the RFQ documents, or irregularities of any kind, are subject to disqualification by the City, at its discretion. The City reserves the right to reject any or all proposals at any time with no penalty. The City reserves the right to waive any irregularity or informality in a response or submittal.

In the event that ambiguities, conflicts, or other errors are discovered in this RFQ, the City will make every attempt to address any such ambiguities, conflicts, or errors.

Each response should be prepared simply and economically, providing a straightforward and concise description of the Respondent's ability to meet the requirements of this RFQ. Emphasis should be on completeness, clarity of content, responsiveness to the requirements, and an understanding of the City's expectations.

The City reserves the right to determine which of the submittals have met the minimum qualifications of this RFQ. The City reserves the right to determine whether any deviation from the requirements of this RFQ is substantive in nature, and may reject submittals that include deviations without supporting or explanatory information. The City reserves the right to extend deadlines at its sole discretion.

The City makes no guarantee that an award will be made as a result of this RFQ, or any subsequent RFQ, and reserves the right to accept or reject any or all submittals, waive any formalities, irregularities or minor technical inconsistencies, or delete items/requirements from this RFQ, the RFP, or agreement(s) when deemed to be in the City's best interest. All firms or individuals doing business with the City of Cedar Park shall have all required State of Texas licenses.

Respondents are responsible for errors and omissions in their responses, and any such errors will not serve to diminish their obligations to the City.

INSURANCE REQUIREMENTS

- A. Insurance: The successful Respondent will be required to obtain the insurance described below. Before commencing work, the Development Team shall, at its own expense, procure, pay for and maintain the following insurance written by companies approved by the State of Texas and acceptable to the City. The Development Team shall furnish to the City certificates of insurance executed by the insurer or its authorized agent stating

coverage, limits, expiration dates and compliance with all applicable required provisions. Certificates shall reference the project/contract number and be addressed as follows:

RFQ No. 05-026-218-DV-150 RFQ FOR BELL BOULEVARD REDEVELOPMENT DISTRICT

City of Cedar Park
c/o Diana Vargas
450 Cypress Creek Rd. Bldg. 1
Cedar Park, TX 78613
Fax: 512-258-6083

- 1) Commercial General Liability insurance, including, but not limited to Premises/Operations, Personal & Advertising Injury, Products/Completed Operations, Independent Contractors and Contractual Liability, with minimum combined single limits of \$1,000,000 per-occurrence, \$1,000,000 Products/Completed Operations Aggregate and \$2,000,000 General Aggregate. Coverage must be written on an occurrence form. The General Aggregate shall apply on a per project basis.
- 2) Workers' Compensation insurance with statutory limits; and Employers' Liability coverage with minimum limits for bodily injury: a) by accident, \$100,000 each accident, b) by disease, \$100,000 per employee with a per policy aggregate of \$500,000.
- 3) Business Automobile Liability insurance covering owned, hired and non-owned vehicles, with a minimum combined bodily injury and property damage limit of \$1,000,000 per occurrence.
- 4) Professional Liability Insurance to provide coverage against any claim which the Master Developer and all firms engaged or employed by the Master Developer become legally obligated to pay as damages arising out of the performance of professional services caused by error, omission or negligent act with minimum limits of \$1,000,000 per claim, \$2,000,000 annual aggregate.

NOTE: If the insurance is written on a claims-made form, coverage shall be continuous (by renewal or extended reporting period) for not less than thirty-six (36) months following completion of the contract and acceptance by the City.

B. Endorsements: With reference to the foregoing required insurance, the Respondent, prior to execution of an Agreement with the City, shall endorse applicable insurance policies as follows:

- 1) A waiver of subrogation in favor of the City of Cedar Park, its officials, employees, and officers shall be contained in the Workers' Compensation insurance policy.

- 2) The City of Cedar Park, its officials, employees and officers shall be named as additional insured on the Commercial General Liability policy, by using endorsement CG2026 or broader.
 - 3) All insurance policies shall be endorsed to the effect that the City of Cedar Park will receive at least thirty (30) days' notice prior to cancellation, non-renewal, termination, or material change of the policies.
- C. Ratings: All insurance shall be purchased from an insurance company that meets a financial rating of B+VI or better as assigned by A.M. Best Company or equivalent.

END OF RFQ

**EXHIBIT 1
DETAILED PROPERTY DESCRIPTIONS**

**AVAILABLE ELECTRONICALLY AT PRE-SUBMITTAL WORKSHOP OR UPON WRITTEN REQUEST
AFTER MAY 30, 2018**

CITY-OWNED PROPERTIES WITHIN THE BELL BOULEVARD DISTRICT

Catalyst Area Property Information			
*Includes property under contract. Detailed information not yet available			
Address	Owner	Size	Williamson County Parcel ID
104 Commercial Parkway	City of Cedar Park	0.1836	R083463
106 Commercial Parkway	City of Cedar Park	0.1836	R083464
107 Commercial Parkway	City of Cedar Park	0.2110	R034830
108 Commercial Parkway	City of Cedar Park	0.1826	R034832
120 Commercial Parkway	City of Cedar Park	0.4162	R034831
111 S Bell Boulevard	Austin Car Wash Inc.*	2.8455	R397143
200 S Bell Boulevard	Cedar Park Square Two LTD*	4.4960	R325311
201 S Bell Boulevard	City of Cedar Park	0.7610	R031980
302 S Bell Boulevard	City of Cedar Park	0.5010	R388464
305 S Bell Boulevard	City of Cedar Park	0.5700	R388005
306 S Bell Boulevard	City of Cedar Park	0.7350	R388465
309 S Bell Boulevard	City of Cedar Park	7.3410	R379629
315 N Bell Boulevard	City of Cedar Park	1.2610	R447737
Total Acreage		19.6875*	

EXHIBIT 2
BELL BOULEVARD REALIGNMENT PROJECT

**TXDOT APPROVED SCHEMATIC AVAILABLE ELECTRONICALLY AT PRE-SUBMITTAL WORKSHOP
OR UPON WRITTEN REQUEST AFTER MAY 30, 2018**

ATTACHMENT A
RESPONSE LETTER TO RFQ NO. 05-026-218-DV-150

Diana Vargas, Senior Redevelopment Project Manager
450 Cypress Creek Road, Building 1, Second Floor
Cedar Park, Texas 78613

Ms. Vargas:

This response is being submitted by the undersigned, on behalf of the Respondent

The person signing this response on behalf of the Respondent represents to the City that:

1. The information provided herein is true, complete and accurate to the best of the knowledge and belief of the undersigned; and
2. He/she has full authority to execute this Response on behalf of Offerors.
3. Respondent has received the Addenda to this RFQ, specifically, Addenda numbered _____ and dated _____.

Executed this _____ day of _____, 2018.

RESPONDENT:

By: _____
Name: _____
Title: _____

Attachment: Responses to Respondent's Questionnaire

ATTACHMENT B
RESPONDENT'S QUESTIONNAIRE FOR RFQ NO. 05-026-218-DV-150

In addition to the information requested in the main body of the RFQ, Respondents are required to submit a complete response to each of the items listed below. Responses requiring additional space should be brief and submitted as an attachment to the Respondent's Questionnaire. For purposes of this Appendix B, "entity" shall mean the primary development entity and any affiliate or partner thereof with more than a ten (10%) percent ownership interest in such development entity.

1. Legal name of the development entity:

Authorized point of contact for the company:

Name: _____

Cell phone: _____ Telephone number: _____

Email: _____

Address of office that would be providing service:

Number of years in Business: _____

Type of Operation: Individual _____ Partnership _____ Corporation _____

Number of Employees: _____ Annual Sales Volume: _____

2. Is your company currently for sale or involved in any transaction to expand or to become acquired by another business entity? If yes, please explain the impact both in organizational and directional terms.
- _____
3. Is your company currently in default on any loan agreement or financing agreement with any bank, financial institution, or other entity? If yes, specify date(s), details, circumstances, and prospects for resolution.
4. Please explain your company's capacity for obtaining payment and performance bonds from surety rated in the top two categories by two nationally recognized rating agencies.
5. Has your company been disqualified, removed, debarred or suspended from performing or bidding on work where such disqualification, removal, debarment or suspension would preclude selection and award under this RFQ.

6. Does your company have the development, design, construction and maintenance capacity to carry out all development responsibilities?
7. Does any relationship exist between your company and any of the City's entities, officers or employees whether by relative, business associate, capital funding agreement or any other such kinship? If yes, please explain.
8. What difficulties/risks do you anticipate in serving the City; how you plan to manage these; and what assistance will you require from the City? Describe your firm's past performance on other contracts for the City.
9. Provide details regarding any special services or product characteristics, or other benefits offered, or advantages in the City selecting your company.
10. Describe your company's quality assurance program, what your company's requirements are, and how they are measured. In particular, describe the way your Development Team maintains quality control during the design and construction phases. For one of the projects listed in this response, provide specific examples of how these techniques were used.
11. Describe the various funding models that your firm has successfully used on past public/private partnership projects and include information on the percentages of public versus private contributions for project funding.

APPENDICES

APPENDIX 1:	BELL BOULEVARD REDEVELOPMENT MASTER PLAN
APPENDIX 2:	BELL BOULEVARD REDEVELOPMENT DESIGN PRINCIPLES
APPENDIX 3:	TRANSPORTATION MASTER PLAN
APPENDIX 4:	MARKET UPDATE – SUMMER 2017
APPENDIX 5:	CITY OF CEDAR PARK COMP PLAN
APPENDIX 6:	CEDAR PARK COMMUNITY PROFILE

FORMS

FORM 1: CIQ
FORM 2: 1295